

ST. PAUL FIRE & MARINE INSURANCE COMPANY

BOND NO. 400 JU 0635

**Supersedeas Bond in the matter of
Gordon B. Clark and Clarice J. Clark**

v.

Security Life Insurance Company of America, et al.

At the request of the Assured and in consideration of your Company executing and delivering a Supersedeas Bond in the amount of US \$16,220,000 on behalf of Security Life Insurance Company of America, as principal, in the matter of Clark v. Security Life Insurance Company of America filed in Superior Court for Early County, GA, we severally and not one with the other agree to indemnify you and hold you harmless in respect of our respective proportions of any and all loss, damages, claims, costs, expenses and attorney's fees which you may incur by reason of you having furnished the aforesaid bond and we further agree that we shall immediately pay you, upon your demand, the amount of any claim that you may receive under and by reason of your having issued the aforesaid bond.

Our respective proportion of the total indemnity shall be 2.55 percent. In no event shall our aggregate liability exceed the sum of US \$413,610.00.

American United Life Insurance Company

By: William R. Brown

Corp.
Seal

Title: GENERAL COUNSEL & SECRETARY

ST. PAUL FIRE & MARINE INSURANCE COMPANY

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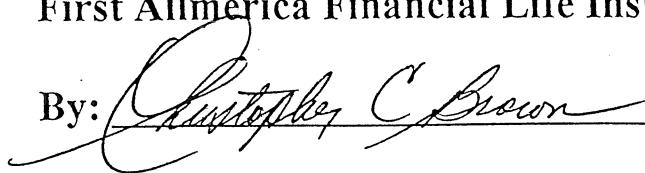
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Our respective proportion of the total indemnity shall be 0.4250 percent. In no event shall our aggregate liability exceed the sum of US \$68,935.00.

First Allmerica Financial Life Insurance Company

By:



V.P.
Corp.
Seal

Title:

Vice President

ST. PAUL FIRE & MARINE INSURANCE COMPANY

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Our respective proportion of the total indemnity shall be 10.6250 percent. In no event shall our aggregate liability exceed the sum of US \$1,723,375.00.

Connecticut General Life Insurance Company

By: Francine M. Newman
Francine M. Newman

Corp.
Seal

Title: President

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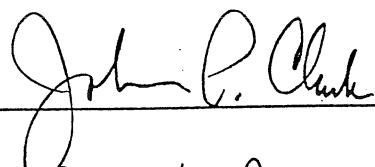
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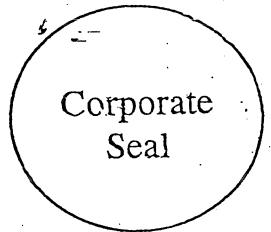
Our respective proportion of the total indemnity shall be 12.7500 percent. In no event shall our aggregate liability exceed the sum of US \$2,068,050.00.

Cologne Life Reinsurance Company

By:



Title: Senior Vice President - Group Operations



Corporate
Seal

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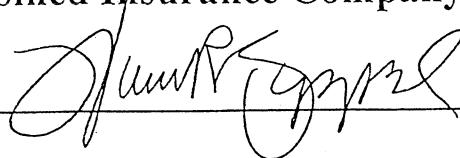
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Our respective proportion of the total indemnity shall be 2.3375 percent. In no event shall our aggregate liability exceed the sum of US \$379,143.00.

Combined Insurance Company of America

By:



Corp.
Seal

Title:

Vice President

ST. PAUL FIRE & MARINE INSURANCE COMPANY

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Our respective proportion of the total indemnity shall be 1.2219 percent. In no event shall our aggregate liability exceed the sum of US \$198,188.00.

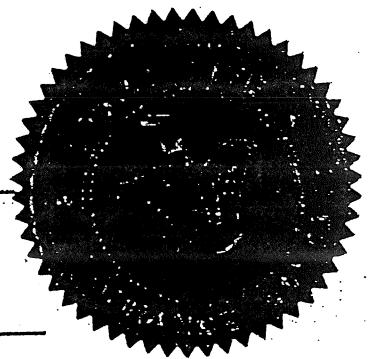
Crown Life Insurance Company

Heidt

By: _____

BILL HEIDT
Senior Vice-President
Employee Benefits and
Reinsurance Operations

Title: _____



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Our respective proportion of the total indemnity shall be 1.2750 percent. In no event shall our aggregate liability exceed the sum of US \$206,805.00.

The Equitable Life Assurance Society of the United States

By: John W. Gray

Corp.
Seal

Title: Senior Vice President

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Our respective proportion of the total indemnity shall be 8.5000 percent. In no event shall our aggregate liability exceed the sum of US \$1,378,700.00.

Manufacturers Life Insurance Company

By: DW Darte Nov 13/1996

Corp.
Seal

Title: ASSISTANT VICE PRESIDENT

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Our respective proportion of the total indemnity shall be 0.4250 percent. In no event shall our aggregate liability exceed the sum of US \$68,935.00.

Phoenix Home Life Mutual Insurance Company

By: for Saenger M

Corp.
Seal

Title: Senior Vice President

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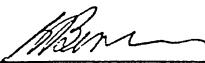
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Our respective proportion of the total indemnity shall be 3.9313 percent. In no event shall our aggregate liability exceed the sum of US \$637,649.00.

Sun Life Assurance Company of Canada

By:



Vice President, Accident and Health Reinsurance

Corp.
Seal

BY:



Assistant Vice President, Financial Control and Auditing

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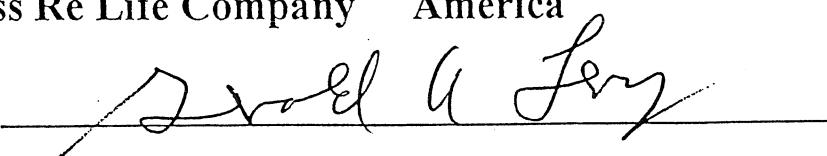
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Our respective proportion of the total indemnity shall be 0.6906 percent. In no event shall our aggregate liability exceed the sum of US \$112,019.00.

Swiss Re Life Company America

By:



Corp.
Seal

Title:



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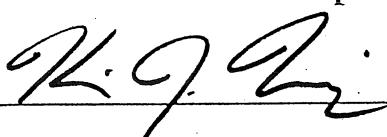
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Our respective proportion of the total indemnity shall be 1.0625 percent. In no event shall our aggregate liability exceed the sum of US \$172,338.00.

Unum Life Insurance Company of America

By:



Corp.
Seal

Title: Senior Vice President

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TONY FERRARA & CO

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 NOV 22 1996 14:38 PM MOUND COTTON & WOLLAN 212 363 3179 TO 12819635778
 NOV 22 1996 17:00 MERCANTILE & GENERAL REINSURANCE CO LTD

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Our respective proportion of the total indemnity shall be 22.6912 percent. In no event shall our aggregate liability exceed the sum of US \$3,670,787.00.

The Mercantile and General Reinsurance Company LIMITED

By: Ronald BellCorp.
SealTitle: Asst General Officer

Long Accepting

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